CHARTER.

AMENDMENT TO CHARTER OF NEW ORLEANS REALTY INVESTMENT CO., INC.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans, Be it known, that on this 17th day of the month of April, in the year of our Lord one thousand, nine hundred and twenty-two, before me, Edward B. Ellis, a notary public, duly commissioned and qualified, in and for this city and Parish of Orleans, therein residing and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared: F. J. Keller, secretary, who declared that a general meeting of the stockholders of the New Orleans Realty Investment Co., Inc., a corporation organized by act passed before M. S. Dreilus, notary, on March 22, 1922, recorded in M. O. B. 1268, folio 167, held at the office of said company, on April 10, 1922, authorized as appears by copy of the resolution of the stockholders hereto attached and made a part hereof, to appear before me for the purpose of amending said charter.

And the said appearer, as secretary of the said New Orleans Realty Investment Co., Inc., and acting in said capacity and on behalf of said corporation by virtue of the authority conferred upon him at the general meeting of the stockholders of said company, declared that Article III of the charter of the said New Orleans Realty Investment Co., Inc., has been changed, altered and amended to read as follows:

"The capital stock of this corporation is fixed at twenty thousand dollars ($20,000.00), divided into seventy-five (75) shares of common stock and one hundred and twenty-five (125) shares of preferred stock (preferred stock to be non-voting) of a par value of one hundred dollars ($100.00) each, to be paid for in cash at such time as the board of directors may determine or which may be issued for service rendered or for property or rights received by or assigned to the corporation.

The peferred stock shall be entitled only to dividends at the rate of not less than eight per cent. (8%) as may be decided by a full board, payable as the board of directors may determine, which shall be cumulative.

In case of the dissolution of this corporation, the preferred stock shall be liquidated at par, before the common stock, but shall have no further interest in the assets or profits of the company.

The preferred stock or any part thereof may be retired by the board of directors, out of any undivided profits or surplus, three months from the date of its issuance, or at the end of any succeeding month, upon the payment to the holder the par value only and all dividends due to the date of payment.

The capital stock of this corporation may be increased to fifty thousand dollars ($50,000.00).

No stockholder of this corporation shall sell, or offer to sell, any common stock of this corporation owned by him until he shall have first offered the same to each of the other common stockholders thereof, for a period of fifteen (15) days, at the book value of said stock. This offer shall be made in writing to the board of directors of this corporation, through the secretary, who shall, for that purpose, be considered the agent for the remaining common stockholders, who shall have the right to purchase same at said book value

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CHARTER.

in proportion to the stock owned by them."

And the said appearer moreover declared that in consequence of the foregoing and pursuant to the authority in him vested by the stockholders of said company, he does hereby formally declare publicly and make known that in the manner prescribed by law and agreeably to the provisions of the charter of the said New Orleans Realty Investment Co., Inc., has been changed, altered and amended as hereinaboye set forth and written, and he does hereby direct and require that the above stated change and amendment be recorded and published in the manner prescribed by law, and to the end that the said change and amendment hereinabove set forth as regards all persons that are now or may hereafter become stockholders of the aforesaid company.

Thus done and passed at my office in the City of New Orleans, on the day, month and year herein first above written in the presence of Mabel Bell and Inez Lambert, competent witnesses, who hereunto sign their names with the said appearers and me, notary, after reading of the whole.

Witnesses: Mabel Bell, Inez Lambert.

F. J. KELLER,
Secretary.

(Seal): EDWARD B. ELLIS,
Notary Public.

I, the undersigned, Recorder of Mortgages in and for the Parish of Orleans, State of Louisiana, do hereby certify that the above and foregoing Act of Amendment of the New Orleans Realty Investment Co., Inc., was this day duly recorded in my office in Book 1268, folio 268.

New Orleans, April 24th, 1922.

(Seal): ROBT. SCOTT,
Deputy Recorder.

May 4—June 8.

CHARTER OF COLOSSAL INVESTMENT COMPANY, INC.

State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, That on this nineteenth day of April, in the year one thousand, nine hundred and twenty-two, Before me, William Waller Young, a notary public, in and for the Parish of Orleans, State of Louisiana, duly commissioned and qualified and in the presence of the witnesses herinafter named and undersigned, personally came and appeared: The persons whose names are hereunto subscribed all above the full age of majority, who severally declared, that availing themselves of the laws of the State of Louisiana, particularly Act 267 of 1914, relative to the organization of corporations, they do, by these presents, agree and bind themselves, as well as such other persons as may hereafter become associated with them, to form and constitute a corporation for the objects and purposes and under the articles and stipulations following, to-wit:

ARTICLE I—The name, style and title of this corporation shall be Colossal Investment Company, Inc., and, under that name, it shall have and enjoy all the rights, advantages and privileges granted by law to corporations, and shall exist for the full term and period of ninety-nine years from this date. It shall have power to contract, sue and be sued; to make and use a corporate seal, and the same to alter and break at pleasure; to hold, receive, lease, purchase, sell and convey, as well as mortgage, hypothecate and pledge property, real, personal and mixed; corporeal and incorporeal; to name and appoint such managers, directors, officers, agents and other employees as its interest and convenience may require, and to make and establish, as well as alter and amend, from time to time, such by-laws, rules and regulations as may be necessary and expedient for the proper management and government of the affairs of said corporation.

ARTICLE II—The domicile of this corporation is hereby fixed in the City of New Orleans, State of Louisiana, and all citations or other legal process shall be served upon the president of this corporation, or, in his absence, upon its secretary-treasurer.

ARTICLE III—The objects and purposes for which this corporation is established and the nature of the business to be carried on by it are hereby declared to be: To loan and borrow money on personal property, or real estate; also to buy, sell and deal in notes, loans, bonds, stocks, securities or investments of any kind with full power to borrow such moneys as it may require for the purpose of its business; to buy and sell any kind of property, either real or personal; to conduct business of the aforesaid character in any State in the United States; and generally to do and transact all business properly connected with, incidental or convenient to any of the said objects and purposes.

ARTICLE IV—The capital stock of this corporation is hereby fixed at the sum of five thousand dollars ($5,000.00), to be divided into and represented by five hundred (500) shares in the sum of ten dollars ($10.00) each; said stock shall only be issued for cash or in payment of property received or purchased by said corporation. The capital stock of this corporation may be increased to the sum of fifty thousand dollars ($50,000.00).

ARTICLE V—All the corporate powers of this corporation shall be exercised by a board of directors consisting of not less than three nor more than nine stockholders, three of whom shall constitute a quorum for the transaction of business. The directors may vote in person or by written proxy in favor of another director. The board of directors shall elect annually from among their number a president, a vice-president and a secretary-treasurer.

The first board of directors shall consist of nine stockholders, and shall be composed of: David Fischer, Jos. L. Buhler, Chas. P. Holzenthal, Geo. Buhler, C. H. Ortte, Wm. Becker, Jr., Jos. A. Hippler, Matthew Weber, E. A. Leitz, with the said David Fischer, as president; Joseph L. Buhler as vice-president, and Chas. P. Holzenthal, as secretary-treasurer.

The post office addresses of said directors are as follows:

David Fischer, 907 St. Andrew Street, New Orleans, La.; Jos. L. Buhler, 2417 Constance Street, New Orleans, La.; Chas. P. Holzenthal, 1731 Second Street, New Orleans, La.; Geo. Buhler, 2702 Constance Street, New Orleans, La.; C. H. Otte, 2706 Constance Street, New Orleans, La.; Wm. Becker, Jr., 730 Josephine Street, New Orleans, La.; Jos. A. Hippler, 1012 Richard Street, New Orleans, La.; Matthew Weber, 2014 St. Andrew Street, New Orleans, La.; E. A. Leitz, 2700 Chippewa Street, New Orleans, La.

These directors shall serve until the last Tuesday in September, 1922, or until their successors have been duly elected and qualified. The annual meeting of stockholders for the election of directors shall be held on the last Tuesday in September of each year, unless said day be a legal holiday, and then on the next bank day thereafter. Any vacancy occurring among the directors by death, resignation or otherwise, shall be filled by election for the unexpired term by the remaining directors. Each subscriber hereto sets after his name his post office address and a statement of the number of shares of stock which he agrees to take in the corporation. At all elections every stockholder shall be entitled to one vote for each share of stock standing in his name on the books of the corporation, to be cast in person or by his written proxy. A majority of the votes cast shall elect.

ARTICLE VI—In the event of the liquidation or dissolution of this corporation, the stockholders shall elect three liquidators from among their number at a meeting convened for that purpose after fifteen (15) days' written notice sent to each stockholder by mail to his last known address; said liquidators shall have the authority to wind up the business and affairs of this corporation. In case of the death of a liquidator, the survivors shall apppoint a stockholder as successor to him.

ARTICLE VII—This charter may be modified, changed or altered, or said corporation may be dissolved, with the assent of stockholders owning two-thirds of the entire capital stock, at a general meeting of the stockholders convened for that purpose, after fifteen (15) days' written notice shall have been given to each stockholder, mailed to him at his last known address.

ARTICLE VIII—No subscriber for stock shall ever be held liable for the contracts, faults or debts of said corporation in any further sum than the unpaid balance, if any, due the corporation on the stock for which he has subscribed; nor shall any stockholder ever be held liable for such contracts, faults or debts in any further sum than the unpaid balance, if any, on the stock owned by him; nor shall any mere informality in organization have the effect of rendering this charter null, or rendering any subscriber or stockholder liable beyond the unpaid amount, if any, remaining on his stock.

No stockholder in this corporation can ever sell the stock owned by him in this corporation, or any part thereof, without first offering the same in writing to the other stockholders, through the board of directors, at its then book value, who will have the first option to purchase the same.

ARTICLE IX—This corporation is organized under the laws of the State of Louisiana, and especially Act No. 267 of 1914, and the subscribers hereto, for themselves and said corporation and for its officers, directors and stockholders, hereby accept, as part of this charter, and as conditions of this corporation, all the rights, powers, privileges and immunities granted to corporations, and granted to and conferred upon officers, directors and stockholders of corporations by said laws and said act; such acceptance being as full, complete and binding as if said rights, powers, privileges and immunities were set forth at length in this instrument.

Thus done and passed in my notarial office in the City of New Orleans, aforesaid, in the presence of Holger G. Kohnke and Walter Carroll, competent witnesses of lawful age and residing in this city, who hereunto subscribe their names, together with said parties and me, notary, on the day and date set forth in the caption hereof.

(ORIGINAL SIGNED):
(Names of subscribers omitted).

Witnesses: Holger G. Kohnke, Walter Carroll.

(Seal): W. W. YOUNG,
Notary Public.

I, the undersigned Recorder of Mortgages, in and for the Parish of Orleans, State of Louisiana, do hereby certify that the above and foregoing act of incorporation of the Colossal Investment Company, Inc., was this day duly recorded in my Office in Book 1268, folio 261.

New Orleans, April 21st, 1922.

ROBT. SCOTT,
Deputy Recorder.

I hereby certify the above and foregoing to be a true and correct copy of the original act of incorporation of the Colossal Investment Company, Inc., together with the certificate of the Recorder of Mortgages, on file and of record in my office.

In faith whereof, I hereunto set my hand and seal this 22nd day of April, 1922.

(Signed); W. W. YOUNG,
(Seal): Notary Public.

May 4—June 8

CHARTER OF TROPICAL PRINTING COMPANY, INC.

State of Louisiana, Parish of Orleans, City of New Orleans, Be it known that on this twenty-sixth day of the month of April in the year of our Lord, one thousand, nine hundred and twenty-two, before me, Charles V. Macaluso, a notary public in and for the Parish of Orleans, State of Louisiana, duly commissioned and qualified, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the several persons whose names are hereunto subscribed, all above the full age of majority, who severally declared that, availing themselves of the laws of the State of Louisiana, and especially the laws relative to the organization of corporations, they have covenanted and agreed to bind, form and constitute themselves, as well as such other persons as may hereafter be joined or associated with them, into a corporation and body politic in law, for the objects and purposes, to-wit:

ARTICLE I—The name, style and title of this corporation shall be Tropical Printing Company, Inc., and by that name it shall have and enjoy all rights, advantages and privileges granted by law to corporations, and shall exist for the full term of ninety-nine years. It shall have power to contract, sue and to be sued; to make and to sue a corporate seal, and the same to alter and break at pleasure; to hold, receive, lease, purchase, sell and convey, as well as to mortgage, hypothecate and pledge, real, personal and mixed, corporeal and incorporeal; to name and appoint such manager, directors, officers, agents, and other employees, as its interest and convenience may require, and to make and establish, as well as to alter and amend, such laws, rules and regulations as may be necessary and expedient for the proper management and government of the affairs of the corporation.

ARTICLE II—The domicile of this corporation is hereby fixed in the City of New Orleans, State of Louisiana, and all citations or other legal process shall be served upon the president of said corporation, or, in his absence, upon the secretary.

ARTICLE III—The objects and purposes for which this corporation is organized are hereby declared to be: A general manufacturing stationery business, blank book manufacturing, all kinds of printing, lithographing, engraving, embossing and a general wholesale and retail stationery business; to deal in office supplies of every description, and to do everything necessary for the conduct of said business.

ARTICLE IV—The capital stock of this corporation is fixed at the sum of one hundred thousand dollars ($100,000.00), to be divided into one thousand shares (1,000) of one hundred ($100.00) dollars each, and shall be paid for as directed by the board of directors.

ARTICLE V—All of the corporate powers of this corporation shall be exercised by a board of directors consisting of six stockholders, three of whom shall constitute a quorum. The directors may vote in person or by proxy. The board of directors shall elect annually from their number, a president, a vice-president, a secretary and a treasurer. The first board of directors shall consist of the following: President, B. S. D'antoni, $10,000.00; Vice-President, Austin Leftwich, $5,000.00; Secretary, F. G. Pratt, $1,000.00; Treasurer, P. Gulotta, $10,000.00; Chas. Leftwich, $5,000.00; C. D'Antoni, $10,000.00; M. Moss, $2,000.00; who shall hold office until the annual election on the first Monday of February, 1923, or until their successors are elected, and at the same period for each succeeding year hereafter, when the stockholders shall hold their annual meeting for the transaction of business. Any vacancy on the board occurring through death, removal or otherwise, shall be filled by the remaining members of the board.

ARTICLE VI—The subscribers to the capital stock have set opposite their names the number of shares subscribed by them, and shall serve as the original subscription list. Each share of stock shall be entitled to one vote for each outstanding share in his name on the books of the corporation. A majority of the votes shall elect.

ARTICLE VII—In the event of the dissolution or liquidation of this corporation, the stockholders shall elect three liquidators from among their number at a meeting convened for that purpose, after fifteen days' written notice to each stockholder, by mail, at his last known address, and said liquidators shall have the right and authority to wind up the affairs of the corporation. In case of the death of one of the liquidators, the survivors shall appoint a stockholder to succeed him.

ARTICLE VIII—This charter may be modified, changed or altered, or said corporation may be dissolved with the consent of the stockholders owning two-thirds of the entire capital stock, at a general meeting of the stockholders called for that purpose, after fifteen days' notice shall have been given to such stockholders, in writing, at their last known address.

ARTICLE IX—No subscriber for stock shall be held liable for the contracts, faults or debts of this corporation, in any further sum than the unpaid amount which might be due on his subscription to stock, nor shall any informality in organization have the effect of rendering this charter void, or rendering any subscriber liable beyond the unpaid amount, if any, due on his stock.

Thus done and passed in my office, at the City of New Orleans, on the day, month and year first above written, in the presence of M. Wild, and Edw. J. Sporl, competent witnesses, who hereunto sign their names with the said appearers and me, notary, after full reading of the whole.

Witnesses: M. Wild, Edw. J. Sporl.
(ORIGINAL SIGNED):
B. S. D'Antoni, president, 100 shares paid up; F. G. Prat, secretary, 10 shares paid up; P. Gulotta, treasurer, 100 shares paid up, per B. S. D'Antoni; Austin Leftwich, vice-president, 50 shares paid up; Chas. Leftwich, 50 shares paid up; C. D'Antoni, 100 shares paid up.

CHARLES V. MACALUSO,
(Seal): Notary Public.

I, the undersigned, Recorder of Mortgages, in and for the Parish of Orleans, State of Louisiana, do hereby certify that the above and foregoing Act of Incorporation of the Tropical Printing Co., Inc., was this day duly recorded in my office, in Book 1268, folio 276.

New Orleans, April 26th, 1922.

(Signed): ROBT. SCOTT,
Deputy Recorder.

I hereby certify the above and foregoing to be a true and correct copy of the original charter on file in my notarial office.

CHARLES V. MACALUSO,
(Seal): Notary Public.

May 4—June 8.

CHARTER OF FOREST & MORO PLANTATION, INC.

State of Louisiana, Parish of Orleans, City of New Orleans. Be it known that on this thirtieth day of March, in the year one thousand, nine hundred and twenty-two, before me, WILLIAM WALLER YOUNG, a Notary Public, in and for the Parish of Orleans, State of Louisiana, duly commissioned and qualified, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the several persons whose names are hereunto subscribed, all above the full age of majority, who severally declared that, availing themselves of the laws of the State of Louisiana, particularly Act 267 of 1914, relative to the organization of corporations, they do by these presents agree and bind themselves as well as such other persons as may hereafter become associated with them, to form and constitute a corporation for the objects and purposes and under the articles and stipulations following, to-wit:

ARTICLE I. The name, style and title of this corporation shall be FOREST & MORO PLANTATION, INC., and under that naem it shall have and enjoy all the rights, advantages and privileges granted by law to corporations, and shall exist for the full term and period of ninety-nine years from this date. It shall have power to contract, sue and be sued; to make and use a corporate seal, and the same to alter and break at pleasure; to hold, receive, lease, purchase, sell and convey, as well as mortgage, hypothecate and pledge property, real, personal and mixed, corporeal and incorporeal; to name and appoint such managers, directors, officers, agents and other employees as its interests and convenience may require, and to make and establish as well as alter and amend from time to time such by-laws, rules and regulations as may be necessary and expedient for the proper management and government of the affairs of said corporation.

ARTICLE II. The domicile of this corporation is hereby fixed in the City of New Orleans, State of Louisiana, and all citations or other legal process shall be served upon the President of this corporation; or, in his absence, upon its Secretary-Treasurer.

ARTICLE III. The objects and purposes for which this corporation is established and the nature of the business to be carried on by it are hereby declared to be: To plant, grow, cultivate, produce and market, within the State of Louisiana and elsewhere, rice, corn, sugar and farm plantation products, and kindred crops and products of every nature and description, and to buy, store, sell or otherwise to deal or traffic in same, either at wholesale or retail; to hire, lease, purchase, own and operate farms and plantations, live stock, tools, implements, machinery, boats, cars and other property necessary or convenient for said purposes; and in connection therewith to establish a general mercantile and planting business within the State of Louisiana or elsewhere, and to carry on any other business, planting, mercantile, manufacturing or otherwise, which can be conveniently carried on with any of the company's objects; to acquire and hold by purchase, lease or otherwise, property, real and personal, movable, immovable and mixed, and the same to sell, lease, mortgage, pledge, hypothecate or otherwise dispose of in any and every way whatsoever; to buy, lease, rent, erect, construct, maintain and operate buildings necessary or incident to the business herein contemplated, and to buy, sell, rent or lease real estate or personal property in the course and conduct of said business, either in connection with said business or otherwise, and generally to do and transact all business properly connected with, incidental or convenient to any of the said objects and purposes.

ARTICLE IV. The capital stock of this corporation is hereby fixed at the sum of Two Hundred and Twenty-five Thousand Dollars ($225,000.00), to be divided into and represented by twenty-two hundred and fifty (2250) shares, in the sum of One Hundred Dollars ($100.00) each; said stock shall only be issued for cash or in payment of property actually received or purchased by said corporation. The capital stock of this corporation may be increased to the sum of Five Hundred Thousand Dollars ($500,000.00).

ARTICLE V. All the corporate powers of this corporation shall be exercised by a Board of Directors consisting of three stockholders, a majority of whom shall constitute a quorum for the transaction of business. The directors may vote in person or by written proxy in favor of another director. The Board of Directors shall elect annually from among their number a President, a Vice-President, and a Secretary-Treasurer.

The first Board of Directors shall consist of three stockholders, and shall be composed of George S. Frierson, Richard T. Harriss and Henry Lampe, with the said George S. Frierson as President, Richard T. Harriss as Vice-President, and Henry Lampe as Secretary-Treasurer. The postoffice addresses of said directors are as follows: George S. Frierson, 509 Marine Bank Building, New Orleans, La.; Richard T. Harriss, 15 William Street, New York, N. Y.; Henry Lampe, 509 Marine Bank Building, New Orleans, La.

These directors shall serve until the third Tuesday in March, 1923, or until their successors have been duly elected and qualified. The annual meeting of stockholders for the election of directors shall be held on the third Tuesday in March of each year, unless said day be a legal holiday, and then on the next bank day thereafter. Any vacancy occurring among the directors by death, resignation or otherwise shall be filled by election for the unexpired term by the remaining directors. Each subscriber hereto sets after his name his postoffice address and a statement of the number of shares of stock which he agrees to take in the corporation. At all elections every stockholder shall be entitled to one vote for each share of stock standing in his name on the books of the corporation, to be cast in person or by his written proxy. A majority of the votes cast shall elect.

ARTICLE VI. In the event of the liquidation or dissolution of this corporation, the stockholders shall elect three liquidators from among their number, at a meeting convened for that purpose, after fifteen (15) days' written notice sent to each stockholder by mail to his last known address; said liquidators shall have the authority to wind up the business and affairs of this corporation. In case of the death of a liquidator, the survivors shall appoint a stockholder as successor to him.

ARTICLE VII. This charter may be modified, changed or altered, or said corporation may be dissolved, with the assent of stockholders owning two-thirds of the entire capital stock at a general meeting of the stockholders convened for that purpose, after fifteen (15) days' written notice shall have been given to each stockholder, mailed to him at his last known address.

ARTICLE VIII. No subscriber for stock shall ever be held liable for the contracts, faults or debts of said corporation in any further sum than the unpaid balance, if any, due the corporation on the stock for which he has subscribed; nor shall any stockholder ever be held liable for such contracts, faults or debts in any further sum than the unpaid balance, if any, on the stock owned by him; nor shall any mere informality in organization have the effect of rendering this charter null, or rendering any subscriber or stockholder liable beyond the unpaid amount, if any, remaining due on his stock.

No stockholder in this organization can ever sell the stock owned by him in this corporation, or any part thereof, without first offering the same in writing to the other stockholders, through the Board of Directors, at its then book value, who will have the first option to purchase the same, and in the event of the death of a stockholder, the right is hereby reserved to the remaining stockholders to purchase said stock at its then book value.

ARTICLE IX. This corporation is organized under the laws of the State of Louisiana, and especially Act No. 267 of 1914, and the subscribers hereto, for themselves and said corporation and for its officers, directors and stockholders, hereby accept as part of this charter and as conditions of this corporation all the rights, powers, privileges and immunities granted to corporations, and granted to and conferred upon officers, directors and stockholders of corporations by said laws and said act; such acceptance being as full, complete and binding as if said rights, powers, privileges and immunities were set forth at length in this instrument.

Thus done and passed in my notarial office in the City of New Orleans aforesaid, in the presence of Holger G. Kohnke and Walter Carroll, competent witnesses of lawful age and residing in this city, who hereunto subscribe their names, together with said parties and me, Notary, on the day and date set forth in the caption thereof.

(Original signed)
(Names of subscribers omitted)

Witnesses:
ANDREW R. MARTINEZ,
HOLGER G. KOHNKE.

W. W. YOUNG,
Notary Public.

I, the undersigned Recorder of Mortgages in and for the Parish of Orleans, State of Louisiana, do hereby certify that the above and foregoing act of incorporation of FOREST & MORO PLANTATION, INC., was this day duly recorded in my office in book 1268, folio —

New Orleans, La., March 31, 1922.

ROBT. SCOTT,
Deputy Recorder.

I hereby certify the above and foregoing to be a true and correct copy of the original act of incorporation of FOREST & MORO PLANTATION, INC., together with the certificate of the Recorder of Mortgages, on file and of record in my office.

In faith whereof I hereunto set my hand and seal this thirty-first day of March, A. D. 1922.

W. W. YOUNG,
Notary Public.

Apr. 6-May 11

CHARTER OF BIENVILLE OIL COMPANY, INCORPORATED

State of Louisiana, Parish of Orleans, City of New Orleans, Be it known, that on this 13th day of April, 1922, before me, W. Morgan Gurley, a notary public, duly commissioned and qualified in and for the Parish of Orleans, State of Louisiana, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the several persons whose names are hereunto subscribed who severally declared that, availing themselves of the laws of the State of Louisiana, relative to the organization of corporations, and particularly Act No. 267 of the General Assembly of 1914, and Acts amendatory thereof, they have covenanted and agreed and by these presents covenant and agree and bind themselves, as well as all other persons who may hereafter become associated with them, to form a corporation and body politic in law for the objects and purposes and under the stipulations hereinafter set forth, which they hereby adopt as the charter of this corporation.

ARTICLE I—The name and style of this corporation shall be Bienville Oil Company, Incorporated, and its domicile is hereby fixed in the City of New Orleans, Parish of Orleans, State of Louisiana, where by said name it shall exist and enjoy corporate existence and succession for a period of ninety-nine (99) years, from this date, unless sooner dissolved by law or in the manner hereinafter stipulated.

ARTICLE II—Under said name and style, said corporation shall have the power to contract, sue and be sued, to make and use a corporate seal, the same to alter, change or amend at pleasure; to adopt, make and enforec such by-laws, rules and regulations for its government as it may choose, not contrary to the laws of the United States, the laws of the State of Louisiana, or this charter; to employ and fix the compensation of such officers, employees or agents as the interest of the corporation may require; to purchase, lease, hold, receive, hypothecate, convey, sell, pledge or mortgage real estate and personal property; to borrow money; to issue negotiable paper or notes, or other evidence of debt; and generally to do and perform any and all other acts and things necessary and proper, or incident to the successful operation and carrying out of the business outlined in the objects and purposes of this corporation, all according to law, and as may be deemed necessary and proper by the board of directors.

ARTICLE III—The objects and purposes of this corporation are hereby declared to be: to buy and sell real estate and personal property and to develop same; and to locate, lease and acquire lands with the exclusive right to prospect, to drill, mine, bore and sink wells and shafts; to produce, convey and transport oil, petroleum and gas; to salvage, reclaim, clean, operate and maintain oil wells; to carry on the business of storing and prospecting for, mining, producing, refining, manufacturing, piping, transporting, buying and selling, petroleum and other oil products and by-products; to buy, sell, furnish and supply the same; to operate, build, construct, pump and maintain oil and gas wells; to build and construct, purchase, maintain and operate warehouses, pumping plants, pipe lines, refineries, factories, mills, workshops, laboratories and dwelling houses for workmen and others; and generally to do and perform any and all other things necessary and incident to the carrying on and operating of a general oil and gas producing and marketing business.

ARTICLE IV—All citations and other legal process shall be served upon the president of the corporation, or in his absence upon the secretary-treasurer, or, in the absence of both of these officers, upon the vice-president, at the domicile of said corporation, as herein fixed.

ARTICLE V—The amount of capital stock of this corporation is hereby declared to be $100,000.00 (one hundred thousand dollars) to be divided into 10,000 shares of the par value of $10.00 (ten dollars) each, all of which shall be common stock.

That more than fifty per cent of said capital stock has been subscribed for and more than fifty per cent of that subscribed for has been paid in by transfer of property as shown on statement and resolution of appraisement attached hereto and made part hereof.

ARTICLE VI—All power of this corporation shall be vested in a board of directors, composed of seven stockholders, except that the officers of said corporation have and exercise the power granted to corporate officers by section 16 of Act No. 267 of 1914. A majority of the board of directors shall constitute a quorum for transaction of all business, and a majority vote of the quorum present at any meeting shall be empowered to do valid and corporate acts. Said directors shall be elected annually on the 2nd Monday of January of each year, except when the said day shall fall on a legal holiday, in which event said election shall be held on the day following, or as soon thereafter as practicable, and they shall hold office for a term of one year or until their successors shall be elected and qualified.

Each stockholder of record on the books of said corporation shall be entitled to cast at such meeting, either in person or by proxy, one vote for each share of stock held by him, and a majority of votes cast at such meeting shall elect or decide any other question before it. All meetings of said stockholders or directors shall be held at the domicile of the company except, with the written consent of all of the directors, valid meetings of the board of directors may be held outside the state or in the state elsewhere than at its domicile.

Any vacancy occurring, for any cause, in the board of directors, between the dates of the annual meetings herein provided for, shall be filled by the remaining members of the board of directors. Immediately after the election of the directors, they shall meet and elect from their number a president, vice-president, and secretary and treasurer. The duties of such officers shall be such as usually pertain to the position to which they are elected, and as such may be provided for in the by-laws or as may be designated by the board of directors at any regular or special meeting.

The first annual meeting of the stockholders shall be held on the 2nd Monday of January, 1923, subject to the foregoing provisions. Until that time, the following shall act as the board of directors: Robt. A. Davis, J. C. Allen, Maurice E. Brierre, R. E. Hartman, Bryan Bell, Frank L. Dusenberry, W. L. Clark, Jr., until said date and until their successors are elected.

ARTICLE VII—The capital stock of this corporation may be increased to $200,000.00 by the stockholders to carry on the business, provided said increase be made by a vote of not less than three-fourths (¾) of all outstanding stock; and providing further that notice of such meeting to increase the capital stock, or decrease the same in accordance with the law, shall be given as provided by law. This charter may be amended or altered, in any respect, by complying with the laws of the state relative to the amendment of charters, in force at such time as such amendment is completed.

ARTICLE VIII—This corporation may be dissolved either by limitation or otherwise, and when dissolved its affairs shall be liquidated by two commissioners elected from the stockholders, which liquidators shall, if required by the holders of not less than 25% of the stock, furnish bond not greater than the appraised value of the assets. Said liquidators shall remain in office until the affairs of the corporation shall be fully settled and liquidated with full power and authority to do any and all acts or things necessary or proper or conferred by law to wind up the affairs of the corporation.

No stockholder shall be held liable or responsible for the defaults or contracts of this corporation, or for any other matter or thing, for any further sum than the unpaid balance, if any, due upon the stock subscription or upon stock owned by him, nor shall any mere formality or informality of the organization hereof have the effect of rendering this charter null, or of exposing any stockholder to any liability beyond the unpaid balance, if any, of his stock subscription.

Thus done and signed by the parties hereto this the 13th A. D. 1922, in the presence of me, notary, and the undersigned competent witnesses.

Witnesses: Ross E. Breazeale.

(ORIGINAL SIGNED):

Robert A. Davis, J. C. Allen, Maurice E. Bierre, R. E. Hartman, Bryan Bell, Frank L. Dusenberry.

W. MORGAN GURLEY,
Notary Public.

I, the undersigned, Recorder of Mortgages, in and for the Parish of Orleans, State of Louisiana, do hereby certify that the above and foregoing act of incorporation of the Bienville Oil Company, Incorporated, was this day recorded in my office, in Book ——, folio —.

New Orleans, April 22nd, 1922.

(Signed): ROBT. SCOTT,
Deputy Recorder.

I, the undersigned notary public, in and for the Parish of Orleans, State of Louisiana, certify that the above and foregoing to be a true and correct copy of the original Act of Incorporation of the Bienville Oil Company, Incorporated, and on file and of record in my office.

W. MORGAN GURLEY,
Notary Public.

Apr. 27—June 1

CHARTER OF MIRO LAND AND IMPROVEMENT CO., INC.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known that on this 30th day of the month of March, in the year of our Lord, one thousand nine hundred and twenty-two, and of the Independence of the United States of America, the one hundred and forty-sixth, before me, JOSEPH ARTHUR CHARBONNET, a Notary Public, duly commissioned and qualified in and for the City of New Orleans, Parish of Orleans, therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the several parties whose names are hereto subscribed, all of the full age of majority and residents of this city, who severally declared that, availing themselves of the laws of the State of Louisiana, and especially of Act 267 of 1914, in such cases made and provided, they have formed and organized themselves into a corporation for the objects and purposes and under the stipulations and agreements hereinafter set forth and expressed, which they hereby accept and adopt as their charter, to-wit:

ARTICLE I. The name and title of the corporation hereby formed is declared to be MIRO LAND AND IMPROVEMENT CO., INC., which shall have its domicile in the City of New Orleans, and shall enjoy succession for a period of ninety-nine (99) years from date hereof. All citations or other legal process shall be served upon the President; and, in case of his absence or inability to act, upon the Vice-President or Secretary-Treasurer.

ARTICLE II. The objects and purposes for which this corporation is organized and the nature of the business to be carried on by it are hereby declared to be:

To acquire by purchase and otherwise, own, hold, buy, sell, convey, lease, mortgage and encumber real estate and other property, personal and mixed.

ARTICLE III. The capital stock of this corporation is hereby fixed at the sum of Five Thousand Dollars ($5,000.00), divided into one hundred shares of Fifty Dollars ($50.00) each, which stock may be issued full paid and non-assessable for cash or property actually transferred for value fixed by its Board of Directors, or for services rendered to said corporation. Said capital stock may be increased to Fifty Thousand Dollars ($50,000.00) by a vote of two-thirds of all the stock, as provided for in Article V of this charter. This company shall be a going concern as soon as Twenty-five Hundred Dollars ($2500.00) of its capital stock has been subscribed and paid for.

ARTICLE IV. All the corporate powers of the corporation shall be vested and exercised by a Board of Directors consisting of three stockholders, a majority of whom shall constitute a quorum. The first Board of Directors shall consist of the following stockholders, to-wit: Mrs. Arnold D'Echaux, whose postoffice address is 1477 N. Miro Street, New Orleans, La.; Arnold D'Echaux, whose postoffice address is 1477 N. Miro Street, New Orleans, La.; Miss Rita Gaillardanne, whose postoffice address is 1462 N. Rocheblave Street, New Orleans, La., with Mrs. Arnold D'Echaux as president, Miss Rita Gaillardanne as President, and Arnold D'Echaux as Secretary-Treasurer, who shall hold their offices until the first Tuesday in March, 1923, or until their successors have been duly appointed and qualified. On the first Tuesday in March, 1923, and annually thereafter, an election for directors shall be held at the office of the corporation, as provided for in the Laws. Failure at any time to hold meeting or elect directors or officers herein provided, shall not work a forfeiture of this charter or dissolve the corporation, but the acting Board of Directors shall continue in office until their successors have been duly elected; and in the event that the first Tuesday in March shall fall on a holiday, the said election shall be held on the first legal day thereafter.

ARTICLE V. The act of incorporation may be changed or amended, and the corporation may be dissolved or liquidated, and the capital stock of the corporation increased up to the limit provided in Article III of this charter with the assent of two-thirds of the issued capital stock convened for that purpose, after fifteen (15) days' written notice of such meeting shall be given to each stockholder, mailed to his last known address.

ARTICLE VI. No stockholder of the corporation shall ever be held liable for the contracts or faults thereof, in any further sum than the unpaid balance due to the corporation on the shares of stock owned by him, nor shall any mere informality in organization have the effect of rendering this charter null, or exposing a stockholder to any liability beyond the unpaid amount of his stock.

ARTICLE VII. Appearers, Mr. and Mrs. Arnold D'Echaux, offer the following described property in payment of their subscription hereinafter recited, to:

"A certain lot of ground, together with all the buildings and improvements thereon, and all the rights, ways, privileges and advantages and servitudes thereunto belonging, situated in the THIRD DISTRICT of this city, designated by the letter "B" of square No. 1188, bounded by Miro, Columbus, Rocheblave and Tonti streets, on a sketch and certificate of survey by George D'Aquin, Surveyor, annexed to an act passed before Robert Legler, Notary, on May 7, 1913. According to which sketch said lot of ground begins at a distance of thirty feet from the corner of Miro street, and measures thirty-two feet seven inches and two lines front on Miro street, by a depth of ninety-nine feet one inches and four lines in depth on the side line towards Columbus street, and one hundred feet four inches and one line on the line on the side toward Rocheblave street, and thirty-two feet seven inches and two lines in width in the rear."

Being the same property acquired by the appearer, Arnold D'Echaux, from the Home-seekers' Building and Loan Association, on October 4, 1920, by act passed before Robert Legler, Notary Public, duly registered in Conveyance Office Book No. 327, Folio No. 343.

The directors having taken into consideration the location, extent, character and state of improvements of said property, appraise the same at Seven Thousand Dollars ($7,000.00); said directors having taken into consideration the fact that there is a mortgage on said property of Four Thousand Three Hundred Dollars ($4,300.00), which is now recorded in M. O. B. 1248, Fo. 345, were unanimously of the opinion and did agree that this corporation should assume and pay the said mortgage and issue in payment, Mr. and Mrs. Arnold D'Echaux, fifty-four (54) shares of its capital stock at Fifty Dollars ($50.00) each, fully paid and non-assessable, and in full payment of the above described property.

ARTICLE VIII. More than Two Thousand Five Hundred Dollars ($2,500.00) of the company's capital stock having been subscribed and paid for, this corporation may begin business at once.

Thus done and passed in my notarial office at the City of New Orleans, Louisiana, in the presence of Messrs. A